

JS 44 (Rev. 3/99)

CIVIL COVER SHEET

APPENDIX H

The JS-44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. (SEE INSTRUCTIONS ON THE REVERSE OF THE FORM.)

I. (a) PLAINTIFFS

BANZAI, INC.

(b) County of Residence of First Listed Plaintiff Chester Cty., PA
(EXCEPT IN U.S. PLAINTIFF CASES)

(c) Attorney's (Firm Name, Address, and Telephone Number)

James A. Wells, Esquire, Haines & Associates,
1835 Market Street, Suite 2420, Philadelphia, PA
215-246-2200

DEFENDANTS

BAIN CAPITAL, LLC, a limited liability company, BRODER BROS., CO., ALPHA SHIRT COMPANY, a corporation, and NES CLOTHING COMPANY
County of Residence of First Listed Boston, MA
(IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE LAND INVOLVED.

Attorneys (If Known)

II. BASIS OF JURISDICTION (Place an "X" in One Box Only)

- ☐ 1 U.S. Government Plaintiff
☒ 3 Federal Question (U.S. Government Not a Party)
☐ 2 U.S. Government Defendant
☐ 4 Diversity (Indicate Citizenship of Parties in Item III)

III. CITIZENSHIP OF PRINCIPAL PARTIES (Place an "X" in One Box for Plaintiff and One Box for Defendant)

- Citizen of This State ☐ 1 ☐ 1 DEF Incorporated or Principal Place of Business in This State ☐ 4 ☐ 4 DEF
Citizen of Another State ☐ 2 ☐ 2 DEF Incorporated and Principal Place of Business in Another State ☐ 5 ☐ 5 DEF
Citizen or Subject of a Foreign Country ☐ 3 ☐ 3 DEF Foreign Nation ☐ 6 ☐ 6 DEF

IV. NATURE OF SUIT (Place an "X" in One Box Only)

CONTRACT	TORTS	FORFEITURE/PENALTY	BANKRUPTCY	OTHER STATUTES
<input type="checkbox"/> 110 Insurance <input type="checkbox"/> 120 Marine <input type="checkbox"/> 130 Miller Act <input type="checkbox"/> 140 Negotiable Instrument <input type="checkbox"/> 150 Recovery of Overpayment & Enforcement of Judgment <input type="checkbox"/> 151 Medicare Act <input type="checkbox"/> 152 Recovery of Defaulted Student Loans (Excl. Veterans) <input type="checkbox"/> 153 Recovery of Overpayment of Veteran's Benefits <input type="checkbox"/> 160 Stockholders' Suits <input type="checkbox"/> 190 Other Contract <input type="checkbox"/> 195 Contract Product Liability	PERSONAL INJURY <input type="checkbox"/> 310 Airplane <input type="checkbox"/> 315 Airplane Product Liability <input type="checkbox"/> 320 Assault, Libel & Slander <input type="checkbox"/> 330 Federal Employers' Liability <input type="checkbox"/> 340 Marine <input type="checkbox"/> 345 Marine Product Liability <input type="checkbox"/> 350 Motor Vehicle <input type="checkbox"/> 355 Motor Vehicle Product Liability <input type="checkbox"/> 360 Other Personal Injury	PERSONAL INJURY <input type="checkbox"/> 362 Personal Injury—Med. Malpractice <input type="checkbox"/> 365 Personal Injury—Product Liability <input type="checkbox"/> 368 Asbestos Personal Injury Product Liability PERSONAL PROPERTY <input type="checkbox"/> 370 Other Fraud <input type="checkbox"/> 371 Truth in Lending <input type="checkbox"/> 380 Other Personal Property Damage <input type="checkbox"/> 385 Property Damage Product Liability	<input type="checkbox"/> 422 Appeal 28 USC 158 <input type="checkbox"/> 423 Withdrawal 28 USC 157 PROPERTY RIGHTS <input checked="" type="checkbox"/> 820 Copyrights <input type="checkbox"/> 830 Patent <input type="checkbox"/> 840 Trademark	<input type="checkbox"/> 400 State Reapportionment <input type="checkbox"/> 410 Antitrust <input type="checkbox"/> 430 Banks and Banking <input type="checkbox"/> 450 Commerce/ICC Rates/etc. <input type="checkbox"/> 460 Deportation <input type="checkbox"/> 470 Racketeer Influenced and Corrupt Organizations <input type="checkbox"/> 810 Selective Service <input type="checkbox"/> 850 Securities/Commodities/Exchange <input type="checkbox"/> 875 Customer Challenge 12 USC 3410 <input type="checkbox"/> 891 Agricultural Acts <input type="checkbox"/> 892 Economic Stabilization Act <input type="checkbox"/> 893 Environmental Matters <input type="checkbox"/> 894 Energy Allocation Act <input type="checkbox"/> 895 Freedom of Information Act <input type="checkbox"/> 900 Appeal of Fee Determination Under Equal Access to Justice <input type="checkbox"/> 950 Constitutionality of State Statutes <input checked="" type="checkbox"/> 890 Other Statutory Actions
REAL PROPERTY <input type="checkbox"/> 210 Land Condemnation <input type="checkbox"/> 220 Foreclosure <input type="checkbox"/> 230 Rent Lease & Ejectment <input type="checkbox"/> 240 Torts to Land <input type="checkbox"/> 245 Tort Product Liability <input type="checkbox"/> 290 All Other Real Property	CIVIL RIGHTS <input type="checkbox"/> 441 Voting <input type="checkbox"/> 442 Employment <input type="checkbox"/> 443 Housing/Accommodations <input type="checkbox"/> 444 Welfare <input type="checkbox"/> 440 Other Civil Rights	PRISONER PETITIONS <input type="checkbox"/> 510 Motions to Vacate Sentence <input type="checkbox"/> 530 General Habeas Corpus: <input type="checkbox"/> 535 Death Penalty <input type="checkbox"/> 540 Mandamus & Other <input type="checkbox"/> 550 Civil Rights <input type="checkbox"/> 555 Prison Condition	LABOR <input type="checkbox"/> 710 Fair Labor Standards Act <input type="checkbox"/> 720 Labor/Mgmt. Relations <input type="checkbox"/> 730 Labor/Mgmt. Reporting & Disclosure Act <input type="checkbox"/> 740 Railway Labor Act <input type="checkbox"/> 790 Other Labor Litigation <input type="checkbox"/> 791 Empl. Ret. Inc. Security Act	SOCIAL SECURITY <input type="checkbox"/> 861 HIA (1395ff) <input type="checkbox"/> 862 Black Lung (923) <input type="checkbox"/> 863 DIW C/DIWW (405(g)) <input type="checkbox"/> 864 SSID Title XVI <input type="checkbox"/> 865 RSI (405(g)) FEDERAL TAX SUITS <input type="checkbox"/> 870 Taxes (U.S. Plaintiff or Defendant) <input type="checkbox"/> 871 IRS—Third Party 26 USC 7609

V. ORIGIN

(PLACE AN "X" IN ONE BOX ONLY)

- ☒ 1 Original Proceeding
☐ 2 Removed from State Court
☐ 3 Remanded from Appellate Court
☐ 4 Reinstated or Reopened
☐ 5 Transferred from another district (specify) _____
☐ 6 Multidistrict Litigation
☐ 7 Appeal to District Judge from Magistrate Judgment

VI. CAUSE OF ACTION

(Cite the U.S. Civil Statute under which you are filing and write brief statement of cause. Do not cite jurisdictional statutes unless diversity.)

17 U.S.C. §101, et seq.

VII. REQUESTED IN COMPLAINT:

☐ CHECK IF THIS IS A CLASS ACTION UNDER F.R.C.P. 23

DEMAND \$

In excess of \$150,000

CHECK YES only if demanded in complaint

JURY DEMAND: ☒ Yes ☐ No

VIII. RELATED CASE(S) IF ANY

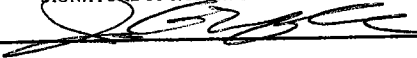
(See instructions):

JUDGE _____

DOCKET NUMBER _____

DATE
2/20/08
FOR OFFICE USE ONLY

SIGNATURE OF ATTORNEY OF RECORD



RECEIPT # _____ AMOUNT _____ APPLYING IFP _____ JUDGE _____ MAG. JUDGE _____

UNITED STATES DISTRICT COURT

APPENDIX F

FOR THE EASTERN DISTRICT OF PENNSYLVANIA — DESIGNATION FORM to be used by counsel to indicate the category of the case for the purpose of assignment to appropriate calendar.

Address of Plaintiff: SEE ATTACHED

Address of Defendant: SEE ATTACHED

Place of Accident, Incident or Transaction: Copyright infringement in various locations, including the Eastern District of Pennsylvania
(Use Reverse Side For Additional Space)

Does this civil action involve a nongovernmental corporate party with any parent corporation and any publicly held corporation owning 10% or more of its stock?

(Attach two copies of the Disclosure Statement Form in accordance with Fed.R.Civ.P. 7.1(a))

Yes ☐ No ☒

Does this case involve multidistrict litigation possibilities?

Yes ☐ No ☒

RELATED CASE, IF ANY:

Case Number: _____ Judge _____ Date Terminated: _____

Civil cases are deemed related when yes is answered to any of the following questions:

1. Is this case related to property included in an earlier numbered suit pending or within one year previously terminated action in this court?
Yes ☐ No ☐
2. Does this case involve the same issue of fact or grow out of the same transaction as a prior suit pending or within one year previously terminated action in this court?
Yes ☐ No ☐
3. Does this case involve the validity or infringement of a patent already in suit or any earlier numbered case pending or within one year previously terminated action in this court?
Yes ☐ No ☐

CIVIL: (Place ☒ in ONE CATEGORY ONLY)

A. Federal Question Cases:

1. ☐ Indemnity Contract, Marine Contract, and All Other Contracts
2. ☐ FELA
3. ☐ Jones Act-Personal Injury
4. ☐ Antitrust
5. ☐ Patent
6. ☐ Labor-Management Relations
7. ☐ Civil Rights
8. ☐ Habeas Corpus
9. ☐ Securities Act(s) Cases
10. ☐ Social Security Review Cases
11. ☒ All other Federal Question Cases
(Please specify)

B. Diversity Jurisdiction Cases:

1. ☐ Insurance Contract and Other Contracts
2. ☐ Airplane Personal Injury
3. ☐ Assault, Defamation
4. ☐ Marine Personal Injury
5. ☐ Motor Vehicle Personal Injury
6. ☐ Other Personal Injury (Please specify)
7. ☐ Products Liability
8. ☐ Products Liability — Asbestos
9. ☐ All other Diversity Cases
(Please specify)

ARBITRATION CERTIFICATION

I, James A. Wells, Esquire, (Check appropriate Category)
counsel of record do hereby certify:

☒ Pursuant to Local Civil Rule 53.2, Section 3(c)(2), that to the best of my knowledge and belief, the damages recoverable in this civil action case exceed the sum of \$150,000.00 exclusive of interest and costs;

☐ Relief other than monetary damages is sought.

DATE: February 20, 2008

[Signature]
Attorney-at-Law

72941

Attorney I.D.#

NOTE: A trial de novo will be a trial by jury only if there has been compliance with F.R.C.P. 38.

I certify that, to my knowledge, the within case is not related to any case now pending or within one year previously terminated action in this court except as noted above.

DATE: February 20, 2008

[Signature]
Attorney-at-Law

72941

Attorney I.D.#

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

BANZAI, INC.
417B Boot Road
Downingtown, PA 19335

Plaintiff,

v.

BAIN Capital, LLC
111 Huntington Avenue
Boston, MA 02199,

BRODER BROS., CO.
Six Neshaminy Interplex
Trevose, PA 19053,

ALPHA SHIRT COMPANY
Six Neshaminy Interplex
Trevose, PA 19053,

NES CLOTHING COMPANY
Six Neshaminy Interplex
Trevose, PA 19053

Defendants.

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

BANZAI, INC.

Plaintiff,

v.

BAIN Capital, LLC, a limited liability
company, BRODER BROS., CO., a
corporation, ALPHA SHIRT COMPANY,
a corporation, and NES CLOTHING
COMPANY

Defendants.

C.A. No. 08-CV-_____

JURY TRIAL DEMANDED

CASE MANAGEMENT TRACK DESIGNATION FORM

- (e) Special Management - Cases that do not fall into tracks (a) through (d) that are commonly referred to as complex and that need special or intense management by the court. (See reverse side of this form for a detailed explanation of special management cases.)

(X)

Date: February 20, 2008



CLIFFORD E. HAINES (PA 09882)

JAMES A. WELLS (PA 72941)

(215) 246-2200

(215) 246-2211

chaines@haines-law.com

jwells@haines-law.com

Attorneys for Plaintiff

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

BANZAI, INC.

Plaintiff,

v.

BAIN Capital, LLC, a limited liability
company, BRODER BROS., CO., a
corporation, ALPHA SHIRT COMPANY,
a corporation, and NES CLOTHING
COMPANY

Defendants.


C.A. No. 08-CV-_____

JURY TRIAL DEMANDED

DISCLOSURE STATEMENT FORM

The nongovernmental corporate party, Bonzai, Inc., in the above listed civil action does not have any parent corporation and publicly held corporation that owns 10% or more of its stock.

Date: February 20, 2008


CLIFFORD E. HAINES
JAMES A. WELLS
Attorneys for Plaintiff

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

BANZAI, INC.

Plaintiff,

v.

BAIN CAPITAL, LLC, a limited liability
company, BRODER BROS., CO.
a corporation, ALPHA SHIRT COMPANY,
a corporation, and NES CLOTHING
COMPANY

Defendants.

C.A. No. 08-CV-_____

JURY TRIAL DEMANDED

COMPLAINT ALLEGING COPYRIGHT INFRINGEMENT

NOW COMES the Plaintiff, Banzai, Inc., by and through its undersigned counsel, to file this copyright infringement action under the Copyright Act of the United States, 17 U.S.C. § 101, et seq., for violations and infringement of its intellectual property, including its registered and common law copyrighted works, and in support thereof Plaintiff states as follows:

JURISDICTION AND VENUE

1. Plaintiff Banzai, Inc. ("Banzai") is a Pennsylvania corporation engaged in the business of designing and distributing garments for the imprintable sportswear industry with a principle place of business at 417B Boot Road, Downingtown, PA 19335.

2. Defendant Bain Capital, LLC ("Bain") is a Massachusetts Limited Liability Company with a principle place of business at 111 Huntington Avenue, Boston, MA 02199. It is believed and therefore averred that Bain acquired Defendant Broder Bros, Co. in 2000

and that Bain is engaged in the business of designing, manufacturing, marketing, selling and/or distributing garments for the imprintable sportswear industry and regularly conducts such business in the Commonwealth of Pennsylvania.

3. Defendant Broder Bros., Co. ("Broder Bros.") is a Michigan Corporation engaged in the business of designing, manufacturing, marketing, selling and/or distributing garments for the imprintable sportswear industry and regularly conducts such business in the Commonwealth of Pennsylvania at Six Neshaminy Interplex, Trevose, PA 19053. It is believed and therefore averred that Broder Bros. acquired Defendant Alpha Shirt Company in 2003 and is the owner of Defendant NES Clothing Company.

4. Defendant Alpha Shirt Company ("Alpha") is a Pennsylvania Corporation engaged in the business of designing, manufacturing, marketing, selling and/or distributing garments for the imprintable sportswear industry with a principle place of business at Six Neshaminy Interplex, Trevose, PA 19053.

5. Defendant NES Clothing Company ("NES") is a Pennsylvania company or other business entity engaged in the business of designing, manufacturing, marketing, selling and/or distributing garments for the imprintable sportswear industry with a principle place of business at Six Neshaminy Interplex, Trevose, PA 19053.

6. This Court has original and exclusive subject matter jurisdiction over this matter pursuant to 28 U.S.C. § 1331, relating to federal question matters; and pursuant to 28 U.S.C. § 1338(a), relating to copyright matters.

7. Venue is proper in this district under 28 U.S.C. § 1391 and § 1400, as acts of infringement have occurred in this district and all defendants located in the Commonwealth of

Pennsylvania and conduct substantial sales or other business in the Commonwealth of Pennsylvania.

FACTS

8. In 2003, Banzai created fabric designs entitled “USA Ultra Spiral Design” and “Orange Ultra Spiral Design” (the “Copyrighted Works”).

9. The Copyrighted Work “USA Ultra Spiral Design” is the subject of United States copyright registration no. VA 1-395-643, which was registered by the United States Copyright Office on January 29, 2007. A copy of said copyright registration is attached as Exhibit “A.”

10. The Copyrighted Work “Orange Ultra Spiral Design” is the subject of United States copyright registration no. VA 1-395-644, which was registered by the United States Copyright Office on January 29, 2007. A copy of said copyright registration is attached as Exhibit “B.”

11. In 2004, the President of Banzai, Louis Marks, met and exchanged communications with Defendants’ representative, Tracie Hopkins.

12. The materials provided by Mr. Marks to Ms. Hopkins included physical samples and a brochure entitled “Tie Dye 2004.” This brochure contained the Copyrighted Works among other designs.

13. Ms. Hopkins thereafter sent blank t-shirts to Mr. Marks to be tie dyed. Mr. Marks tie dyed the t-shirts to depict the Copyrighted Works, among other designs, and returned them to Ms. Hopkins.

14. After Mr. Marks reviewed the Banzai designs, including the Copyrighted Works, with Ms. Hopkins, and despite her initial interest, Ms. Hopkins advised Mr. Marks on or about August 23, 2004 that Defendants were not interested in any of the Banzai designs.

15. Defendants thereafter published catalogues marketing for sale and distribution various fabric designs substantially similar to the Copyrighted Works, including but not limited to designs described as C1966 Authentic Pigment Tie-Dyed Cotton Men's Tee, C1966 Tie-Dyed Tee and/or DW520 Desert Wash Tie-Dye ("The Infringing Works").

16. Defendants had access to the Copyrighted Works prior to the manufacture, marketing, sale and distribution of the Infringing Works.

17. The Infringing Works are substantially similar to the Copyrighted Works in numerous respects, including, but not limited to, their design, color, technique and pattern.

18. Defendants engaged in and continue to engage in the manufacture, marketing, distribution, sale and/or license of the Infringing Works without Banzai's authorization or permission.

COUNT I – COPYRIGHT INFRINGEMENT

19. The allegations set forth in the foregoing paragraphs are incorporated herein by reference.

20. Plaintiff Banzai complied in all respects with the Copyright Act of the United States, 17 U.S.C. § 101, et seq., and all other laws governing copyright and has exclusive rights and privileges in and to the Copyrighted Works.

21. Defendants' acts of manufacturing, marketing, distribution, sale and/or license of the Infringing Works constitute willful, intentional and ongoing infringement of Plaintiff's exclusive rights and privileges in the Copyrighted Works.

22. Defendants infringing conduct was made and continues to be made without Plaintiff's knowledge and without Plaintiff's authorization or permission.

23. As a result of Defendants' willful, intentional and ongoing infringement, Plaintiffs have suffered and will continue to suffer irreparable damage.

WHEREFORE, Plaintiff demands the following relief:

- (a) A judgment that Defendants intentionally and willfully infringed the copyrights of Plaintiff pursuant to 17 U.S.C. § 501;
- (b) An award in favor of Plaintiff and against Defendants, jointly and severally, of Plaintiff's actual damages and profits of the Defendants pursuant to 17 U.S.C. § 504(b), or, in the alternative, an award of statutory damages pursuant to 17 U.S.C. § 504(c);
- (c) An award in favor of Plaintiff for costs and reasonable attorney's fees pursuant to 17 U.S.C. § 505; and
- (d) Such other and further relief as this Court may deem just and proper.

Respectfully submitted,

/s/ Clifford E. Haines

CLIFFORD E. HAINES (PA 09882)

Email: chainses@haines-law.com

/s/ James A. Wells

JAMES A. WELLS (PA 72941)

Email: jwells@haines-law.com

Haines & Associates

1835 Market Street

Suite 2420

Philadelphia, PA 19103

Telephone: 215-246-2200

Fax: 215-246-2211

Attorneys for Plaintiff

DEMAND FOR JURY TRIAL

Plaintiff hereby demands a trial by jury as to all issues.

/s/ James A. Wells

Clifford E. Haines

James A. Wells

Attorneys for Plaintiff

Dated: February 20, 2008

EXHIBIT “A”



This Certificate issued under the seal of the Copyright Office in accordance with title 17, United States Code, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Marybeth Peters

Register of Copyrights, United States of America



Form VA

For a Work of the Visual Arts

REG#

VA 1-395-643



NUMBER 3336434

EFFECTIVE DATE OF REGISTRATION

JAN 29 2007
Month Day Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

1

Title of This Work ▼

NATURE OF THIS WORK ▼ See instructions

USA 'ULTRA' SPIRAL DESIGN

FABRIC DESIGN

Previous or Alternative Titles ▼

101542

Publication as a Contribution If this work was published as a contribution to a periodical, serial, or collection, give information about the collective work in which the contribution appeared. Title of Collective Work ▼

N/A

If published in a periodical or serial give: Volume ▼

Number ▼

Issue Date ▼

On Pages ▼

2

NAME OF AUTHOR ▼

a BANZAI, INC.

DATES OF BIRTH AND DEATH

Year Born ▼

Year Died ▼

N/A N/A

Was this contribution to the work a "work made for hire"? ☒ Yes ☐ No

Author's Nationality or Domicile

Name of Country

OR Citizen of

Domiciled in

UNITED STATES

Was This Author's Contribution to the Work

Anonymously? ☐ Yes ☒ No

Pseudonymously? ☐ Yes ☒ No

If the answer to either of these questions is "Yes," see detailed instructions.

Nature of Authorship Check appropriate box(es). See instructions

☐ 3-Dimensional sculpture

☐ Map

☐ Technical drawing

☒ 2-Dimensional artwork

☐ Photograph

☐ Text

☐ Reproduction of work of art

☐ Jewelry design

☐ Architectural work

Name of Author ▼

b N/A

Dates of Birth and Death

Year Born ▼

Year Died ▼

Was this contribution to the work a "work made for hire"? ☐ Yes ☐ No

Author's Nationality or Domicile

Name of Country

OR Citizen of

Domiciled in

Was This Author's Contribution to the Work

Anonymously? ☐ Yes ☐ No

Pseudonymously? ☐ Yes ☐ No

If the answer to either of these questions is "Yes," see detailed instructions.

Nature of Authorship Check appropriate box(es). See instructions

☐ 3-Dimensional sculpture

☐ Map

☐ Technical drawing

☐ 2-Dimensional artwork

☐ Photograph

☐ Text

☐ Reproduction of work of art

☐ Jewelry design

☐ Architectural work

3

Year in Which Creation of This Work Was

Completed

2003

This information must be given in all cases.

Date and Nation of First Publication of This Particular Work

Complete this information ONLY if this work has been published.

Month

MARCH

Day

08

Year

2004

Nation

4

See instructions before completing this space.

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2. ▼

**BANZAI, INC.
417B BOOTH RD
DOWNINGTOWN, PA 19335**

Transfer If the claimant(s) named here in space 4 is (are) different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright. ▼

N/A

MORE ON BACK ►

• Complete all applicable spaces (numbers 5-9) on the reverse side of this page.
• See detailed instructions. • Sign the form at line 8.

JAN 29 2007 RECEIVED

ONE DEPOSIT RECEIVED

JAN 29 2007

TWO DEPOSITS RECEIVED

FUNDS RECEIVED

DO NOT WRITE HERE

Page 1 of 2 Pages

EXAMINED BY 2/6

FORM VA

CHECKED BY my☐ CORRESPONDENCE
YesFOR
COPYRIGHT
OFFICE
USE
ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?☐ Yes ☒ No If your answer is "Yes," why is another registration being sought? (Check appropriate box.) ▼a. ☐ This is the first published edition of a work previously registered in unpublished form.b. ☐ This is the first application submitted by this author as copyright claimant.c. ☐ This is a changed version of the work, as shown by space 6 on this application.If your answer is "Yes," give Previous Registration Number ▼ N/A Year of Registration ▼ N/A**DERIVATIVE WORK OR COMPILATION** Complete both space 6a and 6b for a derivative work; complete only 6b for a compilation.

a. Preexisting Material Identify any preexisting work or works that this work is based on or incorporates. ▼

N/Aa **6**
See instructions
before completing
this space.

b. Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼

N/A

b

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼

Account Number ▼

N/A

a

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name/Address/Apt/City/State/ZIP ▼BANZAI, INC ATTN: LOUIS MARKS
417B BOOT RD
DOWNINGTOWN, PA 19335

b

Area code and daytime telephone number

(610) 873 9710

Fax number

(610) 873-6882

Email

LOUIS@WEBDYES.COM**CERTIFICATION** I, the undersigned, hereby certify that I am the

check only one ▶

☐ author☐ other copyright claimant☐ owner of exclusive right(s)☒ authorized agent ofBANZAI, INC

Name of author or other copyright claimant, or owner of exclusive right(s)

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

Typed or printed name and date ▼ If this application gives a date of publication in space 3, do not sign and submit it before that date.

LOUIS MARKS

Date

1/16/07

Handwritten signature (X) ▼

X

Certificate
will be
mailed in
window
envelope to
this
address:

Name ▼

BANZAI, INC

Number/Street/Apt ▼

417B BOOT ROAD

City/State/ZIP ▼

DOWNINGTOWN, PA 19335**VERIFICATION**
- Complete all necessary spaces
- Sign your application in space 8**SEND ALL ELEMENTS
IN THE SAME PACKAGE.**1. Application form
2. Nonrefundable filing fee in check or money
order payable to Registrar of Copyrights
3. Deposit materialLibrary of Congress
Copyright Office
101 Independence Avenue, S.E.
Washington, D.C. 20558-6000Fees are subject to
change. For current
fees, consult
Copyright Office
website at
www.copyright.gov
or call Copyright
Office, or call
(800) 777-0666.

*17 U.S.C. § 506(e): Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 409, or in any written statement filed in connection with the application, shall be fined not more than \$2,500.

EXHIBIT “B”

B



This Certificate issued under the seal of the Copyright Office in accordance with title 17, United States Code, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Marybeth Peters

Register of Copyrights, United States of America



Form VA

For a Work of the Visual Arts
UNITED STATES COPYRIGHT OFFICE

RF

VA 1-395-644



13956444

EI

JAN 29 2007
Month Day Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

Title of This Work ▼

NATURE OF THIS WORK ▼ See Instructions

ORANGE ULTRA SPIRAL DESIGN

FABRIC DESIGN

Previous or Alternative Titles ▼

101548

Publication as a Contribution If this work was published as a contribution to a periodical, serial, or collection, give information about the collective work in which the contribution appeared. Title of Collective Work ▼

N/A

If published in a periodical or serial give: Volume ▼

Number ▼

Issue Date ▼

On Pages ▼

N/A

NAME OF AUTHOR ▼

a BANZAI, INC

DATES OF BIRTH AND DEATH

Year Born ▼

Year Died ▼

N/A

N/A

Was this contribution to the work a "work made for hire"?

☒ Yes☐ No

Author's Nationality or Domicile

Name of Country

OR Citizen of

Domiciled in

UNITED STATES

Was This Author's Contribution to the Work

Anonymous? ☐ Yes ☒ NoPseudonymous? ☐ Yes ☒ No

If the answer to either of these questions is "Yes," see detailed instructions.

Nature of Authorship Check appropriate box(es). See Instructions

☐ 3-Dimensional sculpture☐ Map☐ Technical drawing☒ 2-Dimensional artwork☐ Photograph☐ Text☐ Reproduction of work of art☐ Jewelry design☐ Architectural work

Name of Author ▼

b N/A

Dates of Birth and Death

Year Born ▼

Year Died ▼

Was this contribution to the work a "work made for hire"?

☐ Yes☐ No

Author's Nationality or Domicile

Name of Country

OR Citizen of

Domiciled in

Was This Author's Contribution to the Work

Anonymous? ☐ Yes ☐ NoPseudonymous? ☐ Yes ☐ No

If the answer to either of these questions is "Yes," see detailed instructions.

Nature of Authorship Check appropriate box(es). See Instructions

☐ 3-Dimensional sculpture☐ Map☐ Technical drawing☐ 2-Dimensional artwork☐ Photograph☐ Text☐ Reproduction of work of art☐ Jewelry design☐ Architectural work

3

Year in Which Creation of This Work Was Completed

2003

This information must be given in all cases.

Date and Nation of First Publication of This Particular Work

Complete this information ONLY if this work has been published.

Month

March

Day

08

Year

2004

UNITED STATES

Nation

4

See Instructions before completing this space.

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2. ▼

BANZAI, INC
417B BOOTH RD
DOWNTOWN, PA 19335

Transfer If the claimant(s) named here in space 4 is (are) different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright. ▼

N/A

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APPLICATION RECEIVED

JAN 29 2007

ONE DEPOSIT RECEIVED

JAN 29 2007

TWO DEPOSITS RECEIVED

FUNDS RECEIVED

MORE ON BACK ►

• Complete all applicable spaces (numbers 5-9) on the reverse side of this page.
• See detailed instructions.
• Sign the form at line 8.

DO NOT WRITE HERE

Page 1 of 2 pages

EXAMINED BY *nb*

FORM VA

CHECKED BY *mb*☐ CORRESPONDENCE
YesFOR
COPYRIGHT
OFFICE
USE
ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

☐ Yes ☒ No If your answer is "Yes," why is another registration being sought? (Check appropriate box.) ▼a. ☐ This is the first published edition of a work previously registered in unpublished form.b. ☐ This is the first application submitted by this author as copyright claimant.c. ☐ This is a changed version of the work, as shown by space 6 on this application.

If your answer is "Yes," give: Previous Registration Number ▼

N/A

Year of Registration ▼

N/A

5

DERIVATIVE WORK OR COMPILATION Complete both space 6a and 6b for a derivative work; complete only 6b for a compilation.

a. Preexisting Material Identify any preexisting work or works that this work is based on or incorporates. ▼

N/A

a

See instructions
before completing
this space.

6

b. Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼

N/A

b

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼

N/A

Account Number ▼

a

7

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name/Address/Apt/City/State/ZIP ▼

BANZAI, INC ATTN: LOUIS MARKS
417B BOOT RD
DOWNINGTOWN, PA 19335

b

Area code and daytime telephone number

(610) 873-9710

Fax number

(610) 873-0882

Email

LOUIS@WEBDYES.com

CERTIFICATION I, the undersigned, hereby certify that I am the

check only one ▶

☐ author☐ other copyright claimant☐ owner of exclusive right(s)☒ authorized agent of

BANZAI, INC

Name of author or other copyright claimant, or owner of exclusive right(s) A.

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

Typed or printed name and date ▼ If this application gives a date of publication in space 3, do not sign and submit it before that date.

LOUIS MARKS

Date

1/16/07

Handwritten signature (X) ▼

X

8

Certificate
will be
mailed in
window
envelope
to this
address:

Name ▼	BANZAI, INC
Number/Street/Apt ▼	417B BOOT RD
City/State/ZIP ▼	DOWNINGTOWN, PA 19335

• Complete all necessary spaces
• Sign your application in space 8SEND ALL TELETYPE'S
IN THE SAME PACKAGE

1. Application form
2. Nonrefundable filing fee in check or money
order payable to Register of Copyrights
3. Deposit material

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9

17 U.S.C. § 506(a): Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 408, or in any written statement filed in connection with the application, shall be fined not more than \$2,500.